

From: Thomas.Dimond@icemiller.com
To: [Collier, Demaree](#)
Cc: [Wood, Nicole](#); [Dooley, Carlene](#)
Subject: RE: Quick clarifying question on Carus company name
Date: Wednesday, September 6, 2023 5:17:17 PM

Demaree:

Hope you had a nice Labor Day weekend. I would suggest that you just always refer to the company as Carus LLC. That is its current name and all the other similar names that have been used over the years have, for all intents and purposes been consolidated into that one name.

I do not remember the dates or even the details, but the essential recent history is this. At some point over the last 10-15 years, Carus Corporation (incorporated in Delaware) was converted to Carus LLC (also a Delaware entity). I am not a corporate formation lawyer, but I think Delaware allows corporations to directly convert to LLCs. Carus LLC still uses the name Carus Chemical Company as a d/b/a name. For example, some of the plant's recent air permits have been issued in the name Carus Chemical Company while others have been issued to Carus LLC – there is no real consistency to it -- but I am sure there is no difference in actual ownership. There is a separate Carus Chemical Company LLC (formed in Illinois). But, to my knowledge, no land or other assets are held specifically in Carus Chemical Company LLC.

I have not looked at the land records for all the various parcels that Carus LLC owns within the M&H Superfund Site for quite some time. There are several separate parcels that were acquired at different times over decades – some of the purchases would go back into the early 20th century. And, my guess is, that if anyone looked at the land records, she would find the latest deed (many of which would have been decades ago) transfers the property to Carus Chemical Company, Inc. (an old Illinois corporation that was dissolved or something decades ago) or Carus, Inc. (that changed its name to Carus Corporation, I think) or Carus Corporation (that converted to Carus LLC). Effectively, all that land ownership should now reside in Carus LLC via the name changes and other corporate changes that have happened over the past 100+ years. But, I would bet my bottom dollar that no one ever recorded a deed transferring a property from Carus Chemical Company, Inc. to Carus, Inc. or Carus Corporation or Carus

LLC.

Just now, I looked up the LaSalle County Assessor's on-line records. It shows the parcels that are within the Superfund Site to be under the name Carus Corporation. But, as I noted above, Carus Corporation was converted to Carus LLC.

So, I end where I started, just refer to everything as Carus LLC.

Tom

Thomas W. Dimond
Ice Miller LLP
200 W. Madison Street, Ste. 3500
Chicago, IL 60606-3417
312-726-7125
312-208-7930 (cell)
thomas.dimond@icemiller.com

From: Collier, Demaree <Collier.Demaree@epa.gov>
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Hey Tom,

Hope all is well! We are getting all of our ducks in a row and trying to get the ROD Amendment finished here shortly. We want to make sure we are correcting naming Carus Chemical and Carus LLC throughout the document. Can you tell me – does Carus Chemical operate the chemical plant and operate as a division of Carus LLC and does Carus LLC own the land? I know at one time it was Carus Corporation...I am guessing the naming changed to Carus LLC?

Thanks for any help!

Happy fall,

Demaree

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Thank you.

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